

Charter Review Commission Meeting

June 24, 2015

The Charter Review Commission Meeting was held at Charlotte County Administration Building at 18500 Murdock Circle, Room B106, Port Charlotte, Florida

The meeting was called to order at 3:30 p.m.

Roll Call

The following Commission Members were present:

William C. Abbatematteo

Katherine D. Ariens

James (Jim) M. Brown

Thomas (Skip) P. Conroy III

William Dryburgh, Chair

Paula Hess

John Hitzel

Julie Mathis

Gerald (Jerry) J. O'Halloran

Thomas J. Thornberry

Stephen J. Vieira

Frank C. Weikel

Alternates Present

W. Kevin Russell

Raymond A Corcoran

John M. Davidson

Members Donald McCormick, Thomas J. Rice and Scott D. Schermerhorn were not present.

I. Approval of Minutes of June 10, 2015 Meeting:

Chairman Dryburgh stated the minutes were emailed to everyone and we have an addition and requested Kelly Shoemaker tell them what the addition was. Kelly Shoemaker said there was one addition/correction made "Adding seconds of nominations". This is going to clarify that. That was the only change. Chairman Dryburgh asked for approval with clarification, was approved, seconded and passed.

Chairman Dryburgh announced we had requested that they come through him on a motion so he could say their names, so the minutes are as accurate as possible.

II. Citizen Input on Agenda Items – None

III. Old Business

a. Selection of Administrative Support

Chairman Dryburgh stated the first item on the agenda was for an administrative support person and thanks to Kelly Shoemaker we have found somebody, he has read her resume and what he would like to do is pass it around so everyone can look at it. She has quite an extensive background and it looks like she could do the job. He wished we had three (3) or four (4), but we have one (1). Kelly Shoemaker said that she has met Tammy and asked that Chairman Dryburgh meet her next week when she is back from vacation. Kelly Shoemaker stated this is through the Temp Service, so if for some reason Tammy does not work out, of course we can deal with that situation. It was decided to read her resume and Chairman Dryburgh stated that was a good idea and requested they postpone the motion for a minute. Note: Tammy's resume was passed around the room for the members to review.

b. Interviews/Selection of Legal Counsel:

Chairman Dryburgh stated we have all three (3) attorney candidates here and what he would like to ask them to do, two (2) of them anyways Mr. Berntsson and Mr. Rooney, to step outside. He will take them in the order that he received their requests. Chairman Dryburgh invited Mr. Michael McKinley to come to the front of the room.

Chairman Dryburgh stated the next thing on the agenda is the selection of our legal counsel. He introduced Mr. McKinley to the members and asked Mr. McKinley to start off by telling us a little about himself.

Mr. McKinley thanked the chairman and gave a synopsis of his background. He also stated he has extensive background in other local government matters, including dealing with the county government, representing clients before various boards and agencies.

Chairman Dryburgh asked if the committee had any questions; and it was asked, What compensation would Mr. McKinley accept?

Mr. McKinley stated he would accept whatever the previous counsel was paid.

It was asked if there was any conflict with any of the other assignments he had, on the school board for example.

Mr. McKinley stated he had given that some thought and failed to mention he served on the original Charlotte County Charter Review Commission and that was an issue which we looked at and the decision was at that time, because the school district is created by statute and the kind of amendments the Charter Review Commission could consider recommending already exist in the statutes. Mr. McKinley stated the most impact the Charter Review Commission could have in the school district was to suggest in your work report that the school district go to single member districts, to seven (7) board members or elect a superintendent or one of these suggestions. The Charter Review Commission does not really have the direct power to put something on the ballot for the school district, since those already exist. So that's a long way of saying, probably not.

Katherine D. Ariens stated; the last lawyer interviewed indicated he had a strong ability in parliamentary procedures, do you feel comfortable keeping us straight?

Mr. McKinley stated, that's an interesting question because, parliamentary procedure in a sense does not really have the force of law in our deliberations, you can adopt parliamentary procedure as your rules and is familiar with that with his years representing and serving on different boards, but his bottom line position on parliamentary procedure is we cannot use parliamentary procedure to the intent and legal activities of the board.

Katherine D. Ariens stated the only reason she asked that was last week they were voting and apparently they voted the incorrect way, which was pointed out to us and was just asking, because it seemed that was an important avenue.

Mr. McKinley stated he did not know of any case where a board or individual member burst into flames because they did not follow parliamentary procedure or have their actions overturned, or anything like that.

Paula Hess asked, How important do you think it is to be bar certified in local government law?

Mr. McKinley stated, that's an aspect to consider, my qualifications are sufficient. Paula Hess stated; but you do not have the certification. Mr. McKinley stated, he is not board certified. Katherine D. Ariens asked, you were not board certified the first time you did this, correct. Mr. McKinley stated, correct. Katherine D. Ariens stated, it was not a criteria that you be board certified to do this? Mr. McKinley stated, Not that he is aware of. Katherine D. Ariens stated; and we do not have anything that says that criteria. Thank you.

Mr. McKinley stated; Thank you very much and Chairman Dryburgh stated; Good Luck In your work. (At that time Mr. McKinley exited the room and Mr. Derek Rooney came in).

Chairman Dryburgh asked Derek to introduce himself, in which he stated; Derek Rooney

Mr. Rooney stated that he has been in Charlotte County since 2006 and gave a summary of his background.

Chairman Dryburgh stated he wanted to remind those who asked questions of the last attorney to please ask the same question to this attorney.

Katherine D. Ariens asked; then if she could have two (2) questions and Chairman Dryburgh said yes. She said the first question is the last time we interviewed someone they were indicating it was important to know the Rules of Parliamentary procedures and do you think that is important and will keep us out of trouble.

Mr. Rooney stated he thought that was very important for this review, you are a large body, larger than most, another important issue is as a charter county, the county actually has broad discretion to make various number of amendments, so he thinks a lot of your issues where you are going to need legal counsel is just to help maintain order of the meetings and then to draft up your final recommendations. Mr. Rooney stated he sat with the county commission during their land use meetings in his six (6) years with the county and he thinks thirteen (13) other board/advisory boards, planning and zoning, board of zoning appeals and believes he probably sat with another ten (10) or fifteen (15) boards as their counsel currently, so he is very familiar with Roberts Rules. He generally keeps a copy with him, but came late today.

Katherine D. Ariens stated; my second question was that a lot of people, attorneys are saying that it is important that you have participated in the program of government policies for this type. So what sets you apart in that area, these classes you have taken and the experiences you have had over a lawyer, I'd say who does not have that.

Mr. Rooney; said, Well, he thinks, you'll hear a lot and there is at least one (1) other attorney who has applied for the position that is board certified and what that really means is you spend at least 40 percent of your time working exclusively on governmental issues and you need to be doing it for a period of five (5) years and take the special exam and then, therefore, you are considered an expert on governmental issues. That makes it usefully for boards like Charter Review to discuss issues of financial procedure or if you wish to change the adoption procedure and ordinances, that most of the other issues could be researched honestly, and learned. People like to ask me a lot of drive-by legal questions and if generally would not have prior experience answering those questions, would at least give you a preliminary answer right away, but to make sure your recommendations are really followed appropriately, he would go home and do his research.

Paula Hess stated; that was my question; how important do you think being bar certified in local government, is?

Mr. Rooney stated; It is important, his feelings for a process like this is, it's probably a little more important than most circumstances, mainly because the breath of issues that could come up in the Charter Review process, you may one day ask a question about Land Use adoption procedures and then the next question you may ask about, what happens if we have an elected executive, and so it may not always fall within one area of expertise, at least with a board certification you have a broader experience phase as a starting point.

James (Jim) M. Brown asked; Do you find your representation with various municipalities, would it have any conflict, with serving on this board?

Mr. Rooney stated; Yes and No. No, he does not think there will be any actual conflict of interest, with anything he does, because he does not represent the city of Punta Gorda or any independent districts in Charlotte County or the constitutional officers, or anyone effected by the Charter, but Yes, in the sense of, he occasionally does have pre-set meetings, that he has to be in, so he would have to figure out our schedule to see if he could work around it. At the moment he works the first and third Mondays, alternating day and night for the city of Fort Myers Beach. It would only be a logistical conflict, but not a conflict of interest.

Mr. Rooney was asked; What salary would you require? Mr. Rooney stated; he believes his letter of interest put his government rate at generally \$225.00 an hour, but looked at his contract for the Charlotte County Industrial Development Authority and he charges \$200.00 a hour because of his long serving relationship with them, so he would be willing to give that same rate.

W. Kevin Russell asked; Would you tell us about your law firm and how it operates.

Mr. Rooney stated; He is with the Firm Gray Robinson, a statewide firm, I believe we are now the 3rd largest firm in the state of Florida, I am one of 300 partners there, we represent probably at this time about fifty (50) municipalities and counties, in some kind of regular schedule, and believes they actually have represented half of all the cities and counties in the state of Florida over time and we also do a considerable amount of lobbying and other issues at the state level out of the office in Fort Myers, where he works, with his partner Bert Saunders, who is the city attorney for Estero, who was the city attorney prior to me in Marco Island, both of us represent Lee County on some matters and special counsel. Mr. Rooney represents the city of Venice, special counsel, primarily in this region of the state they are the only two (2) people, but throughout the state we have many, many resources.

Jerry J. O'Halloran asked; You work in Fort Myers and have an office down there, but you still live in Punta Gorda? Mr. Rooney stated; he has always lived in Punta Gorda, but has offices actually in Naples and Fort Myers, but he likes Punta Gorda, and that is why he stayed. He was asked; So, you do not plan on moving any time soon? Mr. Rooney stated; No, considering he just bought a new home, he hopes not.

Chairman Dryburgh; Anything else? There were no comments. Chairman Dryburgh; Derek, Thank you very much.

Robert Berntsson stated; I had a Gasparilla Island Bridge Authority meeting that started at 1:00 today, he was afraid he would not get here in time that is why he asked to be accommodated from last time, but of course it got over at 2:15, so I had plenty of time to make it, but would be happy to answer any questions or.....

Chairman Dryburgh; You did a good job last time.....

Mr. Berntsson stated; Okay, Thank you. Do you want me to wait outside?

Chairman Dryburgh; Yes, please. (Mr. Berntsson left the room).

Chairman Dryburgh; All right, discussion.

Paula Hess stated; Respectfully, Mr. Chairman, there is a motion pending that was tabled because of the interviews and now the right to that debate to that motion is restored at this meeting, so we can go into the debate of that motion, however; should the discussion indicate that you want to adopt another procedure, then we will have to dispose of that motion, so that motion is now back on the floor.

Chairman Dryburgh stated; That is Correct and the motion was to select Mr. Berntsson.

Katherine D. Ariens stated; Because we have everyone's resumes. Several people said "I second it".

Chairman Dryburgh stated; Some discussion.

William C. Abbatematteo stated; Mr. Chairman, I would call for the question, which stops all of the debate....

Chairman Dryburgh stated; I understand that and acknowledge your request.

Paula Hess stated; as said in the discussion, someone may suggest another method, but we have to dispose of this motion, so that can be in the discussion, if you prefer a ballot or if you want to vote on Mr. Berntsson.

Chairman Dryburgh asked if there was any other discussion, and he did not see any, so would ask Kelly Shoemaker, if you would do a roll call vote and then we would have it on the record.

Kelly Shoemaker conducts a roll call regarding the decision to select Mr. Berntsson.

William C. Abbatematteo – I

Katherine D. Ariens – Nay

James (Jim) M. Brown – I

Thomas J. Thornberry – I

Thomas (Skip) P. Conroy III – Nay

William Dryburgh – I

Paula Hess – I

John Hitzel – I

Julie Mathis – I

Jerry J. O'Halloran – I

Stephen J. Vieira – I

Frank C. Weikel – I

Kelly Shoemaker stated; The "I's" have it 10 to 2.

Chairman Dryburgh; Thank you all, Ladies and Gentlemen. Let's go notify our attorney, so we can get him in here next to us. (Mr. Berntsson re-entered the room).

Robert Berntsson – Thank you everybody.

Frank Weikel stated; Mr. Chairman, Sir, I would like to put a motion on the floor to Thank the other two (2) attorneys for applying and recognizing their qualifications.

I second that, All in favor say "I" (everyone said I) Opposed (silence); Therefore it will be done.

c. Sub-committees assignments

Chairman Dryburgh stated; What he would like to do is have you guys meet as separate committees, if the Board of County Commissioners committee; William C. Abbatematteo, Paula Hess, Thomas (Skip) P. Conroy III, James (Jim) M. Brown and Raymond A. Corcoran, if you would meet in this corner and select a Chairman. Constitutional Officers are; Jerry J. O'Halloran, Katherine D. Ariens, William Dryburgh, Frank C. Weikel and John M. Davidson, would meet back in that corner there. Administration staff is Julie Mathis, Stephen J. Vieira, John Hitzel and Donald McCormick (absent), meet in that corner. The last one is Thomas J. Thornberry, Thomas J. Rice (absent), Scott D. Schermerhorn (absent) and W. Kevin Russell, if y'all would meet here somewhere, and let's select our Chairman's.

Paula Hess stated; Can we dispose of the Administrative support first, because we have reviewed her resume.

Chairman Dryburgh; Yes, Thank You.

Paula Hess stated; I move that we hire; Tammy Hoyt.

Jerry J. O'Halloran stated; I second.

Chairman Dryburgh; So the motion Paula Hess has; seconded by Jerry J. O'Halloran, any discussion?

The question was raised; Is there a salary set? Kelly Shoemaker stated; Yes, through the Temp Agency; there is a salary that is automatically set.

Chairman Dryburgh; Any other discussion? Everyone in favor say I. (Everyone said I) Opposed (silence)

(The committee members met in their corners and began discussions).

Chairs were picked as follows: Board of County Commissioners nominates William C. Abbatematteo, Katherine D. Ariens is the Constitutional Officers and Julie Mathis is Administration staff. Other Board and Agencies has not been appointed as Thomas J. Thornberry is the only voting member as the others are out, so we are going to have to wait. I will contact Thomas J. Rice and Scott D. Schermerhorn and see if we can get that squared away. (Thomas J. Rice was appointed).

Chairman Dryburgh; Robert Berntsson is our counsel now. Will you explain how the procedure works for these committees to meet and what they need to do.

Robert Berntsson stated; Sure; last time using that as our model; committees broke up in their own committee and did their work by coming up with questions and the list of people that they were going to interview based on the section that they had and after they conducted those interviews they worked with the Administration staff to set up those meetings and interviews, they came back together and again had committee meetings, cause all of these are sunshine meetings, they worked together to come up with a report to the whole group and then the issues that are raised from each of those committees are brought forward kind of on a consensus voting basis. The ballot language will come back to be approved and those items you want on the ballot. Then by July of next year, any ballot language this body has drafted goes to the County Commission, basically they have to move it on to the ballot, but it is a ministerial duty of the

Board of County Commissioners, to forward that to the Supervisor of Elections and ballot items are on the November election. One of the pieces of advice he might give, do not have too many preconceived ideas before you do your Interviews, because you're gathering the information and some of the issues that are important to the entities that you are interviewing, then can be the basis on you making a decision and which direction to go.

Chairman Dryburgh stated; Would it be better for each group to meet individually, just them first to get the questions all designed that they want to ask and go from there?

Robert Berntsson stated; My recollection is because all of the meetings have to be advertised, I think you used your monthly meetings in order to bring the committee and kind of do like you did today, everybody go to their sections of the room and then you have your committee meeting in that fashion. When you get to your actual interviews, then those have to be set at separate meetings.

Chairman Dryburgh stated; That would be one of the things that has to go through Kelly Shoemaker, she has rooms here in this building and also has meeting rooms at the Library, the main Library down on Forrest Nelson, where you can hold your meetings, but the meetings have to be advertised in the paper right?

Paula Hess stated; So it probably would be best if we just stay late and have a meeting right here.

Chairman Dryburgh stated; Or before?

Paula Hess stated; Last time cannot recall what steps were taken for sunshine, for instance when we are interviewing a commissioner, Is there minutes taken then?

Robert Berntsson stated; Yes, although we have a lot of time, when you start trying to get that one person to be at all the various meetings you are having, a sub-committee meeting is a sunshine meeting, just like the full committee meeting. It has to be at an advertised meeting where the public is invited to attend and minutes of the meeting are taken. Now minutes do not have to be a tape recording, minutes can be taken handwritten.

Chairman Dryburgh acknowledged Jerry J. O'Halloran.

Jerry J. O'Halloran stated; When we get an opportunity in a general session to meet with the County Administrator, County Commissioners and several members of the staff of the county, to basically ask for input in advance, what problems they foresee and what they would like to see changed in the Charter.

Robert Berntsson stated; That has typically been done by the sub-committees, there is a sub-committee specifically for the County Commission, there is a sub-committee for Administration, so that is how it has been handled in the past.

Jerry J. O'Halloran stated; The reason he asked, there might be some overlap, so I am thinking maybe one meeting in general, then after that we break up, I do not know, What do you think?

Paula Hess stated; I think speaking about the committee that does the commissioners, if every commissioner has a certain point that he feels inhibits his governance or thinks will enhance his governance, in the charter, we will report it back to you all, and then you can invite him in to explain his position if you want to. Because we are interviewing them on how the charter effects them, and then

we report to you, on what important items came up, we report to the whole board, then if you find you want to speak to Commissioner so-in-so about a subject he thought was inhibiting his governance or enhancing his governance, then we could bring him in specially, but to ask them to come, not only to be interviewed by us, but also to come in to be interviewed by all of us, that kind of defeats the purpose of the having the committee.

Chairman Dryburgh acknowledged John Davidson.

John Davidson stated; Mr. Chairman; are you going to publish a calendar of when you would like to see certain main events take place and go forward?

Chairman Dryburgh stated; Well, we will be determining that here in the meetings or when we have our next meeting, unless something odd comes up between now and then. We will probably use that meeting to break off into our groups here and sit down, start putting together those questions in each group, and then from there you guys will set the meetings through Kelly Shoemaker and when you want to have your individual meetings to address, like the commissioners, one at a time the commissioners are going to come in 15 / 20 minutes apart and you are going to ask them questions, do it that way. Does that answer your question, or do you have something else in mind?

John Davidson stated; Well there has to be some time frame a month in which the interviews have to be completed and report back, and then time for this organization to determine what we want on the ballot.

Chairman Dryburgh stated; And we have looked at that, probably the easiest time frame was the one with the commissioners because they are here in this building, unless they are out of town, or something like that, they come down, meet and go back up again.

Paula Hess stated; We already discussed that, we thought we would meet them in their office, the whole committee would walk in and interview them, or make an appointment.

Chairman Dryburgh stated; Can we do that? Robert Berntsson stated; We have to have someone taking minutes. Paula Hess stated; Oh, our person cannot come in and take minutes. Robert Berntsson stated; Our person can take minutes, but technically needs to be open to the public. Paula Hess stated; Oh, it does. The committee meetings have to be open to the public, I forgot that.

Julie Mathis stated; due to my recollection from my group last time, we met everybody in here, one-by-one. I think you will be surprised with areas where there is some agreement and some areas that staff we are meeting with might want to see change, that use the services.

Chairman Dryburgh stated; Let me go back, Bill, did he answer your questions?

William C. Abbatematteo stated; He did answer a few of my questions, about notice, certainly on the main meeting, if we decide to meet afterwards, there is the opportunity for public input, but when we met in those sessions, I understand they have to be open, given the 2013 change in the law is that considered a workshop, to the extent where the public can attend, but not provide input? Can you guide us on that.

Robert Berntsson stated; It has to be public input prior to any decision being made, you are certainly free to take public input every time, there is no prohibition to that, but you satisfy it by having at least one instance of public input at the end, prior to voting on the issues you want to bring forward in your report, so I think it would satisfy by having at least one public input at the last one.

William C. Abbatematteo stated; He would rather have the public be inclusive then exclusive, for transparency and open government. Robert Berntsson stated; Sure. William C. Abbatematteo stated; What are other mechanisms that you may want to suggest we use for public input, besides at the beginning of a meeting, similar to the sale tax review, I know the county went online and they had a public survey.

Robert Berntsson stated; My recollection is we might have had a public meeting where we brought people in and just took ideas from the people, and I think that was early rather than later. William C. Abbatematteo stated; Right, we actually had one at the very beginning and then, of course, you have them at the end.

It was stated; he had brought up the question before to Kelly Shoemaker, the 2010 Charter Review has extended minutes beyond what is in the book, Is that available online?

Kelly Shoemaker stated; Not online, but I will make sure that it does become available online. It's not there yet.

Robert Berntsson stated; A review of the minutes of this body and other committees minutes, would give you a very good idea of how it was done in the past and from his perspective seemed to work very well.

Chairman Dryburgh; Any other questions?

Paula Hess stated; Just to comment, I would like to propose there will be a motion that, at our August meeting we invite the public and let us know what they would like to see or not like to see us consider for Charter Review changes, that will give us a basis.

Chairman Dryburgh stated; Can I ask that you not have it at the next meeting only because you guys are going to break off into your committees and it might take a while to get those questions together, what you are going to do. What I would suggest is the September meeting that we advertise that as when the public gets to come to and make their recommendations, and in the October meeting we would have the first of the reports back from one of the committees.

Paula Hess stated; We could, the only thing is we might get some information from the public that we had not thought about for a question.

Chairman Dryburgh; What are your feelings about this?

Katherine D. Ariens stated; She thinks hearing from the public before we make up our questions, is a very good idea.

Robert Berntsson stated; What I was telling one of the sub-committees earlier, when I was selected as the attorney last time, my contract was actually signed in December, so we have a six (6) month jump on previous works, so that gives you a cushion, but I caution you not to think we have a huge cushion, because in five (5) months, you will be like where did that cushion go.

Chairman Dryburgh; So, is the consensus to invite the public to the next meeting?

(Several people at a time; Yes)

Chairman Dryburgh stated; Kelly Shoemaker, let's go ahead and put that advertisement out to the public, that they are invited to the next meeting for input.

Katherine D. Ariens; If a press release or something is done; can we share that with our colleagues from different organizations we belong?

William C. Abbatematteo stated; Mr. Chairman; would that automatically include, I mean, some people cannot make the meetings, because of daytime meetings. Would request also include an option to e-mail a concern or something for us to consider?

Robert Berntsson stated; There is no reason we cannot. Is there an e-mail that would be assigned to the new employee support for Charter Review.

Kelly Shoemaker stated; There will be; Next week.

Robert Berntsson stated; If you receive e-mails at home they are public records, if they are related to your Charter Review commissions, so it is really best to limit those, cause you then need to make them available as public record and provide them to the administrative person. If you do send them immediately to the administrative person, do not wait five (5) months and then try to pick them out.

Stephen J. Vieira asked; If we now request public input, do we have to put a time frame on beginning and ending when input could come?

Chairman Dryburgh stated; He would think so, obviously would have to be by our next meeting, which is August 12th. Can I make that announcement at the beginning?

Robert Berntsson stated; You may, it is up to you. You may want to go beyond the next meeting, as far as public comments coming in, because you really won't take action on the public comments until the next meeting, so if you make the cutoff September 1st or something some people may not realize they have the opportunity to comment, until the public hearing maybe gets some coverage in the newspaper.

Paula Hess stated; Mr. Chairman; we have to keep in mind about public hearings, the one is August is good to give us guidance, but then we need to have another public hearing, because we very often get complaints we conduct business when the people who pay taxes here, who are registered voters are out of town. So, have another public hearing for input sometime in the fall, when the snowbirds come home, and may I just ask, I was making notes, who is the chair of the Administration staff? Julie Mathis states; Me.

Chairman Dryburgh stated; I will be sending the Chairman's name for the other board and agencies.

Jerry J. O'Halloran stated; Paula makes a valid point, along with Julie, although different organizations there are people who are going to say, I would like you to consider this, that may happen in November, now if we have not completed our final interviews and report, but I think we are free to take suggestions openly, as long as we are not violating sunshine.

Robert Berntsson stated; He thinks we are talking about a more formal process to taking information as long as you are a committee member Jerry, anything that happens in your existence up to the time you are voting or moving something forward or not, is going to be taken into consideration.

Paula Hess stated; And, us as individuals can talk to the public and they can talk to us as individuals, she has already had people suggest something to her about it, and their comments were "Don't change anything." And, I take that seriously, you know, we are here to review it, our mandate is not to change, it is to review. So, you can talk to the citizens and we can talk to them, just not each other.

Chairman Dryburgh stated; So, are we going to break and give the questions prior to next week, or our next day, or are we strictly going to do by week.

Paula Hess stated; Let's see how the time goes, maybe we can do both.

Robert Berntsson stated; You can put on the agenda that I have committee meetings and then if you decide not to, that's fine, it is better they are at least advertised.

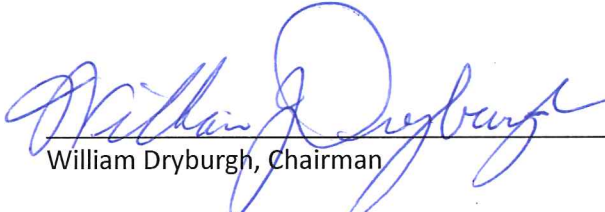
Chairman Dryburgh; Any new business, anything else to come before the board?

Robert Berntsson stated; Just one thing to mention briefly, last time he was selected he sent a standard engagement letter to the Chairman, which he will do this time, that engages him to serve as the Attorney for the board and the Chairman can sign that and then he is on board, from that standpoint, it will basically outline the requirements in the letter, and to let you know in advance, I know I have a conflict on the December 9th meeting on the agenda, so I am just putting it out there now, I will have another attorney from my firm attend that meeting or we can see where we are at that point as to what you want to do, but I just wanted you to know, I had already booked a cruise with my family so, I am sorry, wanted to recognize that conflict . We can work it out, just did not want to surprise you at the last minute.

IV. New Business – None

V. Discussion – No items.

VI. Adjournment – The meeting was adjourned at 4:23 p.m.


William Dryburgh, Chairman